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FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended: March 31, 1992

ALFA International Corp.
(Exact name of registrant as specified in its charter)

New Jersey	**22-2216835**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

27 Warren Street, Hackensack, New Jersey
(Address of principal executive offices)

07601
(Zip Code)

(201)487-2134
Registrant's telephone number, including area code

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check number whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No ____

As of March 31, 1992, the registrant had outstanding 6,545,006 shares of Common Stock, par value $.01 per share.

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ALFA INTERNATIONAL CORP.

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ALFA INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

ASSETS	March 31, 1992 (Unaudited)	December 31, 1991 (Note 1)
CURRENT ASSETS:		
Cash and equivalents	$ 40,262	$ 97,050
Accounts receivable-trade less allowance for doubtful accounts of $27,396 in 1992 and $57,631 in 1991	77,160	129,727
Inventories:		
Work-in-process	83,698	89,840
Finished goods	152,127	186,170
Prepaid advertising	42,713	58,793
Prepaid artwork	24,351	37,723
Prepaid expenses and other current assets	15,454	17,164
Total Current Assets	435,765	616,467
PROPERTY AND EQUIPMENT:		
Machinery and equipment	49,375	48,962
Furniture and fixtures	27,121	27,121
	76,496	76,083
Less: Accumulated depreciation	48,538	45,190
	27,958	30,893
NET NON-CURRENT ASSETS OF DISCONTINUED OPERATIONS	138,262	109,666
	$ 601,985	$ 757,026

LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable - trade:		
Trade creditors	$ 452,111	$ 421,544
Accrued expenses and other current liabilities	37,594	53,833
Net current liabilities of discontinued operations	316,563	250,272
Total Current Liabilities	806,268	725,649
STOCKHOLDERS EQUITY:		
Undesignated preferred stock:		
Authorized - 978,400 shares		
Issued and outstanding - none		
Series A preferred stock - $.01 par value:		
Authorized, issued and outstanding 21,600 shares at stated liquidation value	648,000	648,000
Common Stock - $ .01 par value		
Authorized - 15,000,000 shares		
Issued - 6,545,006 shares	65,450	65,450
Capital in excess of par value	2,273,955	2,273,955
Retained earnings (deficit)	(3,191,688)	(2,956,030)
Total Stockholder's Equity	(204,283)	31,375
	$ 601,985	$ 757,026

ALFA INTERNATIONAL CORP. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	THREE MONTHS ENDED MARCH 31	
	1992	1991
REVENUES:		
Net sales	$ 186,950	$ 269,893
Interest income	-	15,103
Other income	-	3,541
	186,950	288,537
COST AND EXPENSES:		
Cost of sales	132,077	127,162
Selling, general and administrative	255,155	318,028
Interest expense	-	782
	387,232	445,972
LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES	(200,282)	(157,435)
INCOME TAXES (CREDITS):		
Federal	-	-
State	-	13
	-	13
LOSS FROM CONTINUING OPERATIONS	$(200,282)	$(157,448)
DISCONTINUED OPERATIONS:		
Loss from operations	(74,389)	-
Gain estimated on disposal, including a provision for operating losses during phase out period	39,013	-
	(35,376)	-
NET LOSS	$ (235,658)	$ (157,448)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	6,545,006	5,986,125
NET INCOME (LOSS) PER SHARE	$ (0.04)	$ (0.03)

ALFA INTERNATIONAL CORP. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

	Preferred Stock		Common Stock		Capital in Excess of Par Value	Retained Earnings (Deficit)
	Shares	Stated Value	Shares	Par Value		
BALANCE AT DECEMBER 31, 1991	21,600	$648,000	6,545,006	$65,450	$2,273,955	$(2,956,030)
Net (loss) for the Three Months ended March 31, 1992	-	-	-	-	-	(235,658)
BALANCE AT MARCH 31, 1992	21,600	$648,000	6,545,006	$65,450	$2,273,955	$(3,191,688)

ALFA INTERNATIONAL CORP. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	Three Months Ended March 31,	
	1992	1991
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	$ (235,658)	$(157,448)
Adjustments to reconcile net income (loss) to net cash flows from operating activities:		
Depreciation and amortization	3,348	2,667
Provision for losses on accounts receiveable	-	-
Provision for doubtful note receiveable from director/stockholder	-	-
Other	-	-
Changes in operating assets and liabilities:		
Accounts receivable - trade	52,567	22,985
Inventories	40,185	(6,172)
Prepaid expenses and other assets	31,162	(83,627)
Net non-current assets of discontinued operations	(28,598)	-
Accounts payable-trade creditors	30,565	-
Accounts payable-banker's acceptances		79,611
Income taxes payable		(210)
Accrued expenses and other current liabilities		
Net current liabilities of discontinued operations	(16,239)	(10,165)
Net cash flows from operating activities	66,291	-
	(56,375)	(152,359)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Net changes in certificated of deposit and commercial paper	-	900,000
Acquisitions of property and equipment	(413)	(2,329)
Net change in stockholder receivable	-	(999)
Investment in acquisition of Nieman	-	(632,759)
Net cash flows from investing activities	(413)	263,913
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net borrowings under line-of-credit	-	-
Net cash flows from financing activities	-	-
NET CHANGE IN CASH AND EQUIVALENTS	(56,788)	111,554
CASH AND EQUIVALENTS, BEGINNING OF PERIOD	97,050	20,133
CASH AND EQUIVALENTS, END OF PERIOD	$ 40,262	$ 131,687
SUPPLEMENTAL CASH FLOW INFORMATION:		
Income taxes paid (refunded)	-	-
Interest paid	$ -	$ 782

ALFA INTERNATIONAL CORP. AND SUBSIDIARIES

NOTES TO CONSOLIDATED INTERIM FINANCIAL STATEMENTS

NOTE 1 - BASIS OF PRESENTATION:

All financial statements are unaudited. In the opinion of management, all adjustments which include only normal recurring adjustments necessary to present fairly the financial position, results of operations and changes in financial position for all periods presented have been made. The results of operations for interim periods are not necessarily indicative of operating results for the full year. The company presently has two wholly-owned subsidiaries, TY-BREAKERS Corp. which operates its custom and retail apparel business and Nieman Machine Company which is presently being liquidated. All significant intercompany transactions have been eliminated in their consolidation with the company.

Footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been omitted in accordance with the published rules and regulations of the Securities and Exchange Commission. These financial statements should be read in conjunction with the financial statements and notes thereto included in the Company's annual report on Form 10-K.

NOTE 2 - MANAGEMENT'S PLAN TO OVERCOME OPERATING AND LIQUIDITY DIFFICULTIES:

Basis of Presentation - The Company has had operating losses from continuing operations during the three years and five months ended December 31, 1991 and the three months ended March 31, 1992, and a substantial loss in 1991 relating to discontinued operations, resulting in significant cash flow and liquidity problems at December 31, 1991 and March 31, 1992.

The financial statements of the Company have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. Accordingly, the financial statements do not include any adjustments relating to the recoverability of recorded asset amounts for continuing operations or the amount and classification of liabilities that might be necessary should the Company be unable to continue in the normal course of business.

Management's Plans - Since February 1992, the Company has been actively attempting to resolve problems with Nieman, including winding up operations and eliminating costs. Over the next several months, alternative use of Nieman's facility is expected. Cash resulting from the liquidation of Nieman is expected to provide liquidity for the next few months.

The Company is attempting to obtain debt or equity capital which is needed to expand its imprinted apparel line. These additional lines which would include non-Tyvek apparel are expected to increase sales and, hopefully, achieve ultimate profitability. The Company is presently in discussions with interested parties but it is not possible at this time to ascertain if additional capital

NOTE 2 - MANAGEMENT'S PLAN TO OVERCOME OPERATING AND LIQUIDITY DIFFICULTIES (continued):

can be obtained.

In addition to attempting to increase sales through an expanded product line, the Company is attempting to control costs where possible. Through these measures, management is hopeful that continuing operations can be brought into profitability. However, if these measures are unsuccessful, the Company may be unable to continue in business.

Reference should be to "Management's Discussion and Analysis of Financial Condition and Results of Operations" for additional information.

ALPA INTERNATIONAL CORP. AND SUBSIDIARIES

Item 2. Management discussion and analysis of financial condition and results of operations.

RESULTS OF OPERATIONS:

THREE MONTHS ENDED MARCH 31, 1992 vs.
THREE MONTHS ENDED MARCH 31, 1991

Net sales revenue decreased by approximately $ 83,000 during the first quarter of 1992 compared to the first quarter of 1991. This decrease was principally due to decreases in export sales of $69,000, commission revenue from the sale of export products of $44,000 and sales of custom TYVEK® products of $37,000 which were partially offset by retail sales of TYVEK® products of $68,428 which were first introduced during the second quarter of 1991. Sales revenue for the first quarter of 1992 was further negatively impacted by the Company's liquidity problems which prevented shipment of approximately $250,000 of backlog orders during the quarter. Cost of sales increased by approximately $4,900 during the first quarter of 1992 compared to the first quarter of 1991 principally due to the decrease in 1992 of custom TYVEK® sales and the commission revenue on export products in 1991.

Selling, general and administrative expenses decreased by $58,000 during the first quarter of 1992 compared to the first quarter of 1991. This was because of the Company's previously implemented cost control measures.

The net loss of the Company increased by approximately $78,000 during the first quarter of 1992 compared to the first quarter of 1991. This increase was mainly attributable to the decrease in revenues resulting from the Company's inability to ship its backlog of orders and a net loss of $35,000 from discontinued operations.

LIQUIDITY AND CAPITAL RESOURCES:

The Company had a working capital deficit of ($327,420) at March 31, 1992 as compared to a deficit of ($109,182) at December 31, 1991. This represents a increase of $218,238 and is primarily attributable to the Company's losses for the period.

The continuing TY-BREAKERS business has not operated profitably and is not operating profitable at the present time despite significant reductions in operating expenses. The Company is presently negotiating with the creditors of Nieman and liquidating Nieman's assets. It is too early to predict what amount of cash will be generated from the liquidation of Nieman's assets. The Company is also holding discussions with several parties regarding the private placement sale of its Common Stock and/or debt, but no assurance can be given at this time that these discussions will be successful. Projected revenues in 1992 for TY-BREAKERS are expected to be greater than 1991 but these projected 1992 sales levels can only be attained if the Company is successful in obtaining additional

financing. Additional reductions in operating expenses as well as a capital infusion will be required to allow the business to continue operations. If the need arises and the Company is unable to secure new capital or debt financing, or if the proceeds from the liquidation of Nieman are insufficient, the Company may seek to reorganize under protection of Chapter 11 of the Federal Bankruptcy Act.

PART II - OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORT ON FORM 8 - K.

(A) EXHIBITS

NONE

(B) REPORTS ON FORM 8 - K

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: 5/19/92

ALFA INTERNATIONAL CORP.
(Registrant)

By: _____
Frank J. Drohan
Chief Executive Officer,
and Chief Financial Officer